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8 **UNITED STATES DISTRICT COURT**  
9 **SOUTHERN DISTRICT OF CALIFORNIA**  
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11 SECURITIES AND EXCHANGE  
12 COMMISSION,

13  
14 Plaintiff,  
15 vs.

16 JERRY L. BURDICK,  
17  
18 Defendant.  
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Case No. 08cv1390 JAH (JMA)

**FINAL JUDGMENT AS TO  
DEFENDANT JERRY L. BURDICK**

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22 **FINAL JUDGMENT AS TO DEFENDANT JERRY L. BURDICK**

23 The Securities and Exchange Commission (the “Commission”) having filed  
24 a Complaint and Defendant Jerry L. Burdick (“Defendant”) having entered a  
25 general appearance; consented to the Court’s jurisdiction over Defendant and the  
26 subject matter of this action; consented to entry of this Final Judgment without  
27 admitting or denying the allegations of the Complaint (except as to jurisdiction);  
28

1 waived findings of fact and conclusions of law; and waived any right to appeal  
2 from this Final Judgment:

3 I.

4 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant  
5 and Defendant's agents, servants, employees, attorneys, and all persons in active  
6 concert or participation with them who receive actual notice of this Final Judgment  
7 by personal service or otherwise are permanently restrained and enjoined from  
8 violating Section 17(a)(2) and (3) of the Securities Act of 1933 (the "Securities  
9 Act") [15 U.S.C. § 77q(a)(2) and (3)] in the offer or sale of any security by the use  
10 of any means or instruments of transportation or communication in interstate  
11 commerce or by use of the mails, directly or indirectly:

12 (a) to obtain money or property by means of any untrue statement of a  
13 material fact or any omission of a material fact necessary in order to  
14 make the statements made, in light of the circumstances under which  
15 they were made, not misleading; or

16 (b) to engage in any transaction, practice, or course of business which  
17 operates or would operate as a fraud or deceit upon the purchaser.

18 II.

19 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
20 Defendant and Defendant's agents, servants, employees, attorneys, and all persons  
21 in active concert or participation with them who receive actual notice of this Final  
22 Judgment by personal service or otherwise are permanently restrained and enjoined  
23 from aiding and abetting an issuer's filing of quarterly reports with the  
24 Commission on Forms 10-Q that fail to contain material information necessary to  
25 make the required statements in the Forms 10-Q, in light of the circumstances in  
26 which they are made, not misleading, in violation of Section 13(a) of the Securities  
27 Exchange Act of 1934 [15 U.S.C. § 78m(a)], and Rules 12b-20 and 13a-13  
28 thereunder [17 C.F.R. §§ 240.12b-20 and 240.13a-13].

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III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from aiding and abetting any violation of Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)] by knowingly providing substantial assistance to an issuer in failing to make and keep books, records, and accounts, which, in reasonable detail, accurately and fairly reflect the transactions and disposition of the assets of the issuer.

## IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Exchange Act Rule 13b2-1 thereunder [17 C.F.R. § 240.13b2-1] by, directly or indirectly, falsifying or causing to be falsified, any book, record or account subject to Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)].

## V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Rule 13a-14 of the Exchange Act [17 C.F.R. § 240.13a-14] by falsely certifying that:

- (a) any required issuer report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the

1 statements made, in light of the circumstances under which such  
2 statements were made, not misleading with respect to the period  
3 covered by the report; and

4 (b) the information contained in the report fairly presents in all material  
5 respects the financial condition, results of operations, and cash flows  
6 of the issuer as of, and for the periods presented in the report.

7 VI.

8 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
9 Defendant and Defendant's agents, servants, employees, attorneys, and all persons  
10 in active concert or participation with them who receive actual notice of this Final  
11 Judgment by personal service or otherwise are permanently restrained and enjoined  
12 from violating Rule 13b2-2 of the Exchange Act [17 C.F.R. § 240.13b2-2] by  
13 making or causing to be made, or causing another person to omit or state, a  
14 materially false or misleading statement, or omitting to state a material fact in  
15 order to make statements made, in light of the circumstances under which such  
16 statements were made, not misleading to an accountant in connection with (i) an  
17 audit or examination of financial statements required to be made pursuant to the  
18 Exchange Act regulations, or (ii) the preparation or filing of reports or documents  
19 required to be filed with the Commission pursuant to Exchange Act regulations or  
20 otherwise.

21 VII.

22 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
23 Defendant is liable for a civil penalty in the amount of \$25,000.00 pursuant to  
24 Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)] and Section 21(d)(3) of the  
25 Exchange Act [15 U.S.C. § 78u(d)(3)]. Defendant shall satisfy this obligation by  
26 paying \$25,000.00 within ten (10) business days after entry of this Final Judgment  
27 by certified check, bank cashier's check, or United States postal money order  
28 payable to the Securities and Exchange Commission. The payment shall be

1 delivered or mailed to the Office of Financial Management, Securities and  
2 Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-  
3 3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying  
4 Jerry L. Burdick as a defendant in this action; setting forth the title and civil action  
5 number of this action and the name of this Court; and specifying that payment is  
6 made pursuant to this Final Judgment. Defendant shall pay post-judgment interest  
7 on any delinquent amounts pursuant to 28 USC § 1961. The Commission shall  
8 remit the funds paid pursuant to this paragraph to the United States Treasury.

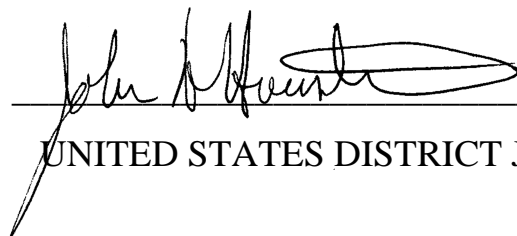
9 VIII.

10 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the  
11 Consent is incorporated herein with the same force and effect as if fully set forth  
12 herein, and that Defendant shall comply with all of the undertakings and  
13 agreements set forth therein.

14 IX.

15 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this  
16 Court shall retain jurisdiction of this matter for the purposes of enforcing the terms  
17 of this Final Judgment.

18  
19 Dated: August 14, 2008

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21 UNITED STATES DISTRICT JUDGE  
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